

APPLICATION FOR TRANSPORTATION AND
UTILITY SYSTEMS AND FACILITIES
ON FEDERAL LANDS

FORM APPROVED
OMB NO. 1004-0189
Expires: April 30, 2012

FOR AGENCY USE ONLY

Application Number

Date filed

NOTE: Before completing and filing the application, the applicant should completely review this package and schedule a preapplication meeting with representatives of the agency responsible for processing the application. Each agency may have specific and unique requirements to be met in preparing and processing the application. Many times, with the help of the agency representative, the application can be completed at the preapplication meeting.

1. Name and address of applicant (include zip code) Denbury Green Pipeline - Riley Ridge, LLC 5320 Legacy Drive Plano, TX 75024	2. Name, title, and address of authorized agent if different from Item 1 (include zip code) Rusty Shaw, Health, Safety, & Environmental Mgr. Denbury Green Pipeline - Riley Ridge, LLC 5320 Legacy Drive Plano, TX 75024	3. TELEPHONE (area code) Applicant 972-673-2000 Authorized Agent 972-673-2000
4. As applicant are you? (check one) a. <input type="checkbox"/> Individual b. <input checked="" type="checkbox"/> Corporation* c. <input type="checkbox"/> Partnership/Association* d. <input type="checkbox"/> State Government/State Agency e. <input type="checkbox"/> Local Government f. <input type="checkbox"/> Federal Agency * If checked, complete supplemental page	5. Specify what application is for: (check one) a. <input checked="" type="checkbox"/> New authorization Amend Application Number WYW167867 b. <input type="checkbox"/> Renewing existing authorization No. c. <input type="checkbox"/> Amend existing authorization No. d. <input type="checkbox"/> Assign existing authorization No. e. <input type="checkbox"/> Existing use for which no authorization has been received* f. <input type="checkbox"/> Other* * If checked provide details under Item 7	

6. If an individual, or partnership are you a citizen(s) of the United States? ☒ Yes ☐ No

7. Project description (describe in detail): (a) Type of system or facility, (e.g., canal, pipeline, road); (b) related structures and facilities; (c) physical specifications (length, width, grading, etc.); (d) term of years needed; (e) time of year of use or operation; (f) Volume or amount of product to be transported; (g) duration and timing of construction; and (h) temporary work areas needed for construction (Attach additional sheets, if additional space is needed.)

(a) The Application submitted herein is for construction of steel pipelines of 16" & 24" diameters. These 16" pipeline will transport CO2/H2S from the Riley Ridge Gas Plant to a Sweetening Plant in Sublette County, WY. The 24" will transport CO2 from the Sweetening Plant to Bairoil interconnect. Also proposed is the 10-acre Sweetening Plant facility and two H2S injection well sites located in Sublette County, WY.

(b) Valve sites will be located along the route at various sites. These sites may have meters, tie-in facilities, launchers & receivers. The pipeline point of beginning & termination sites will also have meters, launchers & receivers. These sites will require electricity via overhead electric lines. The pipeline will require valves approximately every 20 miles +/-.

(c) The 2 pipeline routes would be approx. 31 & 129 miles in length depending on final route approval with 85% located on BLM lands, respectively. The corridor width would consist of a 50' wide permanent easement along with an adjacent 25' & 65' wide temporary construction easement, respectively. There will be 4 pipe off-loading and storage facilities along the route. Facilities would be designed to DOT 195 Standards.

(d) Applicant would request a 30 year term right of way grant with option to renew.

(e) 24 hours per day, 7 days per week.

(f) Volume - ~143 MMSCFD

(g) Construction start date is 8/1/15, and will last at least 2 Construction years.

(h) Additional temporary Work Areas (Typically 75' x 200' on both sides of corridor) are needed at road & water crossings, & turn arounds.

8. Attach a map covering area and show location of project proposal

9. State or local government approval: ☐ Attached ☒ Applied for ☐ Not required

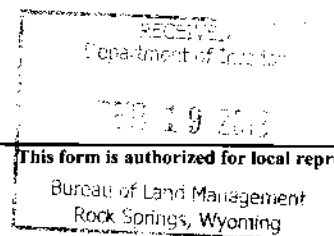
10. Nonreturnable application fee. ☐ Attached ☐ Not required

11. Does project cross international boundary or affect international waterways? ☐ Yes ☒ No (If "yes," indicate on map)

12. Give statement of your technical and financial capability to construct, operate, maintain, and terminate system for which authorization is being requested.

Denbury Green Pipeline - Riley Ridge, LLC ("Denbury") will own and operate the 243 mile Riley Ridge CO2 Pipeline and 108 mile DKRW CO2 Pipeline. Greencore Pipeline Company LLC, will own and operate the 232 mile CO2 pipeline in Wyoming and Montana, which has been constructed and will be in operation early 2013. In addition, affiliates of Greencore and Denbury, own and operate extensive pipeline assets as well as oil and gas assets throughout the Rockies and Gulf Coast.

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13a. Describe other reasonable alternative routes and modes considered.

Alternative routes were considered as depicted on attached route map.

b. Why were these alternatives not selected?

The alternative routes analyzed, generally increased the overall distance of the project, thereby increasing the amount of surface disturbance required. Additionally, these routes typically were less collocated with other utilities and/or corridors and included terrain that would make construction more difficult.

c. Give explanation as to why it is necessary to cross Federal Lands

Due to the BLM owning almost 85% of the lands along the proposed route, we're not able to avoid Federal Lands.

14. List authorizations and pending applications filed for similar projects which may provide information to the authorizing agency. (Specify number, date, code, or name)

**See Attached SF-299 for Greencore Pipeline Company LLC - (Greencore Pipeline)
See Attached Right-of-Way Grant/Temporary Use Permit (Serial Number WYW178752-01)**

15. Provide statement of need for project, including the economic feasibility and items such as: (a) cost of proposal (construction, operation, and maintenance); (b) estimated cost of next best alternative; and (c) expected public benefits.

(a) 160 Miles - Estimated cost - depending on final route approval.

(b) 160 Miles - \$300 million if route is altered.

(c) Increased domestic oil production from existing fields, possible job opportunities, subsurface injection and permanent capture of CO2.

16. Describe probable effects on the population in the area, including the social and economic aspects, and the rural lifestyles.

The proposed route parallel's existing utility corridors where possible and will not greatly impact rural lifestyles. In some of the project areas, oil and gas development is very common and could create area employment and increase tax revenue.

17. Describe likely environmental effects that the proposed project will have on: (a) air quality; (b) visual impact; (c) surface and ground water quality and quantity; (d) the control or structural change on any stream or other body of water; (e) existing noise levels; and (f) the surface of the land, including vegetation, permafrost, soil, and soil stability.

SEE ADDITIONAL SHEET ATTACHED.

18. Describe the probable effects that the proposed project will have on (a) populations of fish, plantlife, wildlife, and marine life, including threatened and endangered species; and (b) marine mammals, including hunting, capturing, collecting, or killing these animals.

(a) Wildlife could be temporarily disturbed by construction activities however don't anticipate any long term effects and most vegetation disturbed in the corridor would be reclaimed. Wildlife would return after construction and disturbed areas reseeded. Potential impacts to threatened and endangered species would be avoided, minimized or mitigated. (b) There would be no impact to marine animals.

19. State whether any hazardous material, as defined in this paragraph, will be used, produced, transported or stored on or within the right-of-way or any of the right-of-way facilities, or used in the construction, operation, maintenance or termination of the right-of-way or any of its facilities. "Hazardous material" means any substance, pollutant or contaminant that is listed as hazardous under the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, 42 U.S.C. 9601 et seq., and its regulations. The definition of hazardous substances under CERCLA includes any "hazardous waste" as defined in the Resource Conservation and Recovery Act of 1976 (RCRA), as amended, 42 U.S.C. 9601 et seq., and its regulations. The term hazardous materials also includes any nuclear or byproduct material as defined by the Atomic Energy Act of 1954, as amended, 42 U.S.C. 2011 et seq. The term does not include petroleum, including crude oil or any fraction thereof that is not otherwise specifically listed or designated as a hazardous substance under CERCLA Section 101(14), 42 U.S.C. 9601(14), nor does the term include natural gas.

No hazardous materials are anticipated to be used, produced, or stored on the right-of-way.

20. Name all the Department(s)/Agency(ies) where this application is being filed.

BLM, Pinedale Field Office - BLM, Lander Field Office - BLM, Rock Springs Field Office - BLM, Rawlins Field Office

I HEREBY CERTIFY, That I am of legal age and authorized to do business in the State and that I have personally examined the information contained in the application and believe that the information submitted is correct to the best of my knowledge.

Signature of Applicant

Rusty Shaw

Date

2/16/13

Title 18, U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious, or fraudulent statements or representations as to any matter within its jurisdiction.

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